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CHINA GAS HOLDINGS LIMITED

中國燃氣控股有限公司*

(Incorporated in Bermuda with limited liability)

(Stock Code: 384)

**POLL RESULTS OF THE SPECIAL GENERAL MEETING
HELD ON 30 DECEMBER 2024**

The Board is pleased to announce that all the proposed resolutions as set out in the SGM Notice were duly passed by the Shareholders by way of poll at the SGM held on Monday, 30 December 2024.

Reference is made to the notice of special general meeting (the “**SGM**”) of China Gas Holdings Limited (the “**Company**”) dated 29 November 2024 (the “**SGM Notice**”) and the circular of the Company dated 29 November 2024 (the “**SGM Circular**”). Unless otherwise specified, terms in this announcement shall have the same meanings as those defined in the SGM Circular.

POLL RESULTS OF THE SGM

The Board is pleased to announce that all the proposed resolutions as set out in the SGM Notice were duly passed by the Shareholders by way of poll at the SGM held on Monday, 30 December 2024.

The poll results in respect of the resolutions are as follows:

Ordinary resolutions		Number of votes (Approximate percentage of total number of votes cast)		Total number of votes cast
		For	Against	
(a)	To approve, confirm and ratify the Amendment Agreement and the contents, transactions and arrangement contemplated thereunder.	2,555,974,734 (95.1235%)	131,030,552 (4.8765%)	2,687,005,286
(b)	To authorize any one of the directors of the Company to do all such acts and things and to sign all documents and to take any steps as he may consider necessary, desirable or expedient for the purpose of implementing and/or giving effect to the Amendment Agreement and the contents, transactions and arrangements contemplated thereunder.	2,557,974,733 (95.1272%)	131,030,552 (4.8728%)	2,689,005,285

Notes:

- (1) As more than 50% of the votes were cast in favour of each of the above resolutions, all the resolutions were duly passed as ordinary resolutions of the Company at the SGM.
- (2) As at the date of the SGM, there were 5,437,439,199 Shares in issue. As disclosed in the Circular:
 1. Mr. LIU (the chairman and an executive Director of the Company) is deemed to be interested in 977,733,428 Shares (being approximately 17.98% shareholding of the Company) as at the date of the SGM, and abstained from voting on the above resolutions.
 2. Mr. HUANG (the executive president and an executive Director of the Company) is deemed to be interested in 164,783,200 Shares (being approximately 3.03% shareholding of the Company) as at the date of the SGM, and so Mr. HUANG and Ms. ZHAO Xiaoyu, the spouse of Mr. HUANG abstained from voting on the above resolutions.
 3. Prof. LIU Mingxing (a non-executive Director of the Company) beneficially owns 800,000 Shares (being approximately 0.01% shareholding of the Company) as at the date of the SGM, and abstained from voting on the above resolutions.

Save as disclosed above, (i) there were no Shares entitling the holders to attend and abstain from voting in favour of the above resolutions at the SGM as set out in Rule 13.40 of the Listing Rules; (ii) no Shareholders had stated their intention in the Circular to vote against or abstain from voting on the above resolutions at the SGM; (iii) no Shareholders were required under the Listing Rules to abstain from voting at the SGM; and (iv) there were no Shares voted at the SGM but excluded from calculating the poll results under the Listing Rules.

- (3) Computershare Hong Kong Investor Services Limited, the branch share registrar of the Company in Hong Kong, was appointed as the scrutineer for the poll at the SGM.

Except for Mr. Ayush GUPTA who was unable to attend the SGM due to other business commitments, other Directors, namely Mr. LIU Ming Hui, Mr. HUANG Yong, Mr. ZHU Weiwei, Ms. LI Ching, Ms. LIU Chang, Mr. ZHAO Kun, Mr. XIONG Bin, Prof. LIU Mingxing, Mr. JIANG Xinhao, Mr. ZHAO Yuhua, Dr. MAO Erwan, Ms. CHEN Yanyan, Mr. ZHANG Ling and Dr. MA Weihua attended the SGM either in person or by means of electronic facilities.

By order of the Board of
China Gas Holdings Limited
LIU Ming Hui
Chairman and President

Hong Kong, 30 December 2024

As of the date of this announcement, Mr. LIU Ming Hui, Mr. HUANG Yong, Mr. ZHU Weiwei, Ms. LI Ching, Ms. LIU Chang and Mr. ZHAO Kun are the executive directors of the Company; Mr. XIONG Bin, Prof. LIU Mingxing, Mr. JIANG Xinhao and Mr. Ayush GUPTA are the non-executive directors of the Company; and Mr. ZHAO Yuhua, Dr. MAO Erwan, Ms. CHEN Yanyan, Mr. ZHANG Ling and Dr. MA Weihua are the independent non-executive directors of the Company.

* *For identification purpose only*